Traficanti Joseph J Form 3 June 05, 2009

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

À Traficanti Joseph J

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

05/28/2009

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

UNITED NATURAL FOODS INC [UNFI]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O UNITED NATURAL FOODS, INC., 260 LAKE ROAD

(Street)

Director _X__ Officer

10% Owner Other

6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) SVP, General Counsel, CCO

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

DAYVILLE, CTÂ 06241

(City) (State)

(Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Form: Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

2. Date Exercisable and **Expiration Date**

(Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security**

4. Conversion or Exercise

5.

6. Nature of Indirect Ownership Beneficial Ownership Form of (Instr. 5)

(Instr. 4)

Title

Amount or

Derivative Security

Price of

Security:

(Instr. 4)

Expiration Exercisable Date

Number of

Direct (D)

Derivative

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| | | | | Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|-----|------------|-----------------|--------|--------------------|----------------------------|---|
| Employee Stock Option (right to buy) | (1) | 04/20/2019 | Common Stock | 9,750 | \$ 19.7 <u>(2)</u> | D | Â |
| Restricted Stock Unit | (3) | (3) | Common Stock | 11,550 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|--|---------------|-----------|---------------------------|-------|--|
| . 0 | Director | 10% Owner | Officer | Other | |
| Traficanti Joseph J C/O UNITED NATURAL FOODS, INC. 260 LAKE ROAD DAYVILLE, CT 06241 | Â | Â | SVP, General Counsel, CCO | Â | |

Signatures

Lisa N'Chonon (Power of Attorney, in fact) 06/05/2009

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The employee stock options vest in four equal annual installments commencing on April 20, 2010.
- (2) United Natural Foods, Inc.'s closing price on the NASDAQ National Market on April 20, 2009.
- (3) The restricted stock units vest in four equal annual installments beginning on April 20, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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